(Street) HICKORY

(City)

(Last)

NC

(State)

CommScope Holding Company, Inc.

(First)

1. Name and Address of Reporting Person*

1100 COMMSCOPE PLACE, SE

28602

(Zip)

(Middle)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	2054

l	OMB APPROVAL						
	OMB Number:	3235-0287					
l	Estimated average b	urden					
н	l .						

Section obligati	this box if no long 16. Form 4 or lons may continuition 1(b).		ST		d pursi	uant t	o Sectio	n 16(a) of the	e Secu	urities Exchange	ge Act o		RSH	IP	Estim		ber: average burde esponse:	3235-0287 en 0.5
		Reporting Person*		<u>1a</u>							ng Symbol			5. Relat (Check		licable)		erson(s) to Is	
(Last) 1100 CO	,	rst) E PLACE, SE	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 02/23/2015									Office below	er (give title v)		Other (below)	(specify
Street) HICKORY NC 28602			4. If	4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person															
(City)	(St	·	(Zip)		<u> </u>							_			_				
Tid 6 0	Sit (1		le I - I		_			s A	_	ed, D	isposed o			ially (T	Our avahin	7 Noture
. Title of S	Security (Inst	r. 3)		2. Transaction Date (Month/Day/		Exec if any	Deemed ution Da / th/Day/Y	.	3. Transa Code (I 8)		4. Securities Disposed Of			5)	5. Amo Securi Benefic Owned Report	ties cially I Following	Foi (D)	Ownership rm: Direct or Indirect (Instr. 4)	7. Nature of Indirect Beneficial Ownershi (Instr. 4)
									Code	v	Amount	(A) or (D)	Price	Trans		nsaction(s) str. 3 and 4)			(111341. 4)
Common	Stock, no p	ar value		02/23/20	15				S		2,119	D	\$14.04	131 ⁽¹⁾	1,4	19,924		D ⁽²⁾	
Common	Stock, no p	ar value		02/24/20	15				S		4,831	D	\$14.38	351 ⁽³⁾	1,4	15,093	\perp	D ⁽²⁾	
Common	Stock, no p	ar value		02/25/20	15				S		2,144	D	\$14.23	304 ⁽⁴⁾	1,4	12,949		D ⁽²⁾	
		Ta	able II								posed of, convertib				ned				
Title of Derivative Security Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu	ition Date,	4. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr	ative rities ired osed	Expir	te Exe ation I th/Day		7. Title Amoun Securit Underly Derivat Securit and 4)	nt of ties ying	8. Pri Deriv Secu (Instr	rative rity : 5)	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	,	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirec Beneficia Ownershi (Instr. 4)
					Code	v	(A)	(D)	Date Exerc	cisable	Expiration Date	Title	Amount or Number of Shares						
		Reporting Person*	arolir	<u>1a</u>															
(Last) 1100 CO		(First) E PLACE, SE	1)	Middle)															
Street) HICKOF	RY	NC	2	8602															
(City)		(State)	(2	Zip)		_													
	nd Address of	Reporting Person*																	
(Last) 1100 CO		(First)	(1	Middle)															

(Street) HICKORY	NC	28602
(City)	(State)	(Zip)

Explanation of Responses:

- 1. The price shown is the weighted average price of the shares sold in this transaction. The price range for this transaction is \$14.00 to \$14.12. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price for this transaction.
- 2. The amount listed reflects the beneficial ownership of the issuer's securities owned by CommScope, Inc. of North Carolina ("CommScope NC"), all of which may be deemed attributable to CommScope Holding Company, Inc. and CommScope, Inc. because CommScope NC is a wholly-owned subsidiary of CommScope, Inc., which is itself a wholly-owned subsidiary of CommScope Holding Company, Inc.
- 3. The price shown is the weighted average price of the shares sold in this transaction. The price range for this transaction is \$14.06 to \$14.72. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price for this transaction
- 4. The price shown is the weighted average price of the shares sold in this transaction. The price range for this transaction is \$14.05 to \$14.38. The reporting person undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price for this transaction.

Remarks:

CommScope, Inc. of North Carolina, by its Senior Vice 02/25/2015 President, Frank B. Wyatt, II,/s/ Frank B. Wyatt, II CommScope, Inc., by its Senior Vice President, Frank B. 02/25/2015

Wyatt, II, /s/Frank B. Wyatt, II

CommScope Holding

Company, Inc., by its Senior 02/23/2015 Vice President, Frank B. Wyatt, II, /s/ Frank B. Wyatt, II

** 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.