

Elliott Meena L.
Form 3
March 24, 2009

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 *

Â Elliott Meena L.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/16/2009

3. Issuer Name **and** Ticker or Trading Symbol
Harris Stratex Networks, Inc. [HSTX]

4. Relationship of Reporting
Person(s) to Issuer

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

RESEARCH TRIANGLE
PARK,Â 637 DAVIS DRIVE

(Street)

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
VP,Gen Counsel, Secy (interim)

6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

MORRISVILLE,Â NCÂ 27560

(City)

(State)

(Zip)

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)

Class A Common Stock

2,000 ⁽¹⁾

D

Â

Class A Common Stock

8,542 ⁽²⁾

D

Â

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

SEC 1473 (7-02)

**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 control number.**

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

5. Ownership
Form of
Derivative

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	Â (3)	02/28/2014	Class A Common Stock	4,200	\$ 20.4	D	Â
Non-Qualified Stock Option (right to buy)	Â (4)	11/05/2015	Class A Common Stock	16,428	\$ 5.97	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Elliott Meena L. RESEARCH TRIANGLE PARK 637 DAVIS DRIVE MORRISVILLE, NC 27560	Â	Â	Â VP, Gen Counsel, Secy (interim)	Â

Signatures

/s/ Meena Elliott, VP, General Counsel and Secretary
(Interim)

03/24/2009

__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).

These are performance shares which vest following the end of the Corporation's 2009 fiscal year (July 3, 2009). Vesting requirements include continuous employment and achievement of certain performance results by the Corporation for the cumulative period from

- (1) January 26, 2007 through the end of fiscal year 2009. The final number of shares to vest (0% - 150%) shall be determined based on the performance results. Unvested shares are subject to repurchase by the Corporation should eligible employment end or performance results not be achieved by the Corporation.

These are performance shares which vest following the end of the Corporation's 2011 fiscal year (approximately 6/30/2011). Vesting requirements include continuous employment and achievement of certain performance results by the Corporation for the cumulative

- (2) period from June 28, 2008 through the end of fiscal year 2011. Up to 50% of the performance shares may vest following the end of the Corporation's 2010 fiscal year (approximately 6/30/2010) based on continuous employment and achievement of performance results by the Corporation for the cumulative period from June 28, 2008 through the end of fiscal year 2010. Unvested shares are subject to repurchase by the Corporation should eligible employment end or performance results not be achieved by the Corporation.

- (3) The option vests at a rate of 50% of the shares subject to the option on the first anniversary of the grant date (2/28/2007), 25% on the second anniversary of the grant date and the final 25% on the third anniversary of the grant date.

- (4) The option vests at a rate of 50% of the shares subject to the option on the first anniversary of the grant date (11/5/2008), 25% on the second anniversary of the grant date and the final 25% on the third anniversary of the grant date.

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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