

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-28** | Period of Report: **2013-01-25**
SEC Accession No. [0001377789-13-000011](#)

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

Sohi Mohsen

CIK: **1293588**

Type: **4** | Act: **34** | File No.: **001-33278** | Film No.: **13551790**

Mailing Address
C/O STERIS CORPORATION
5960 HEISLEY ROAD
MENTOR OH 44060

ISSUER

AVIAT NETWORKS, INC.

CIK: **1377789** | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **0630**
SIC: **3663** Radio & tv broadcasting & communications equipment

Mailing Address
5200 GREAT AMERICA
PARKWAY
SANTA CLARA CA 95054

Business Address
5200 GREAT AMERICA
PARKWAY
SANTA CLARA CA 95054
408-567-7000

FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Sohi Mohsen			2. Issuer Name and Ticker or Trading Symbol AVIAT NETWORKS, INC. [AVNW]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2013			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
5200 GREAT AMERICA PARKWAY (Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					
SANTA CLARA, CA 95054 (City) (State) (Zip)								

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/25/2013		A		8,287 ⁽¹⁾	A \$ 0	56,915	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$3.62	01/25/2013		A		19,166		⁽²⁾	01/25/2020	Common Stock	0	\$ 0	19,166	D	

Explanation of Responses:

1. Mr. Sohi elected to defer this Stock award under the Company's Harris Stratex, Inc Deferred Compensation Plan. 100% of the shares subject to the award shall vest on November 15, 2013, contingent upon Board service as of such date, subject to pro rata vesting in the event of death prior to full vesting. Company was formerly known as Harris Stratex Networks, Inc.

2. The option shall vest 100% on November 15, 2013, contingent upon Board service as of such date, subject to pro rata vesting in the event of death prior to full vesting.

Signatures

/s/ Meena Elliott, SVP, General Counsel and Secretary, on behalf of Mohsen Sohi

01/28/2013

** 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.