### SEC Form 4

## FORM 4

y if no longer subject to

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL         |           |  |  |  |  |  |  |  |  |
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| OMB Number:          | 3235-0287 |  |  |  |  |  |  |  |  |
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| Section 16. Form 4 or Form 5           |         |
| obligations may continue. See          |         |
| Instruction 1(b).                      | File    |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| 1 I. Nume and Address of Reporting reison |                         |                | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Harris Stratex Networks, Inc.</u> [HSTX ] |                        | ationship of Reporting<br>< all applicable)<br>Director                      | n(s) to Issuer<br>10% Owner |                       |
|---|-------------------------|----------------|--|------------------------|--|-----------------------------|-----------------------|
| (Last)<br>1025 WEST NA                    | (First)<br>SA BOULEVARD | (Middle)       | 3. Date of Earliest Transaction (Month/Day/Year)<br>04/02/2007                                     |                        | Officer (give title below)   |                             | Other (specify below) |
| (Street)<br>MELBOURNE<br>(City)           | FL<br>(State)           | 32919<br>(7ip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)   | 6. Indiv<br>Line)<br>X | vidual or Joint/Group F<br>Form filed by One<br>Form filed by More<br>Person | Report                      | ing Person            |
|   | . ,                     | (Zip)          | ative Securities Acquired, Disposed of, or Benefic   | <br>cially (           | Owned  |                             |                       |

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) | action | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 an |               |       |                                    |  | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------------------|--------|--|---------------|-------|------------------------------------|--|---|
|                                 |  |   | Code                         | v      | Amount   | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4) |  | (1150.4)  |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | Derivative |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|------------|-----|--|--------------------|---|-------------------------------------|---|--|--|--|
|   |   |  |   | Code                         | v | (A)        | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Preemptive<br>Right<br>(right to<br>buy) <sup>(1)</sup> | \$19.19   | 04/02/2007 <sup>(1)</sup>                  |   | A                            |   | 572,897    |     | 04/02/2007   | 04/17/2007         | Class B<br>Common<br>Stock <sup>(2)</sup>   | 572,897                             | (1)   | 572,897  | D  |  |
| Class B<br>Common<br>Stock                              | (3)   | 04/02/2007                                 |   | A                            |   | 62,412     |     | (4)  | (2)                | Class A<br>Common<br>Stock  | 62,412                              | (5)   | 32,913,377   | D  |  |

#### Explanation of Responses:

1. Pursuant to the Investor Agreement, dated as of January 26, 2007 (the "Investor Agreement"), between Harris and Harris Stratex and Article VIII of the Amended and Restated Certificate of Incorporation of Harris Stratex, Harris has been granted preemptive rights to purchase shares of Class B Common Stock. The preemptive rights may be exercised 1:1 for shares of Class B Common Stock at an exercise price of \$19.19 per share of Class B Common Stock.

2. Each outstanding share of Class B Common Stock may be converted at the election of Harris into one share of Class A Common Stock, par value \$0.01 per share ("Class A Common Stock") of Harris Stratex at any time and will convert automatically into one outstanding share of Class A Common Stock under certain circumstances, as more fully desribed in paragraph (F) of Article IV of the Amended and Restated Certificate of Incorporation of Harris Stratex.

#### 3. 1-for-1.

4. Immediately exchangeable.

5. In connection with the formation of Harris Stratex and based on the exchange ratio agreed between Harris and Stratex Networks, Inc. ("Stratex") related thereto, Harris should have received a total of 32,913,377 shares of Class B Common Stock as a result of the contribution of its Microwave Communications Division to Harris Stratex and the merger of a wholly owned subsidiary of Harris Stratex with and into Stratex. Because of bookkeeping error, only 32,850,965 shares of Class B Common Stock were issued to Harris. Accordingly, Harris is entitled to an additional 62,412 shares of Class B Common Stock.

### Remarks

As the sole holder of Class B Common Stock, par value \$0.01 per share ("Class B Common Stock") of Harris Stratex Networks, Inc. ("Harris Stratex"), Harris Corporation ("Harris") has the right to elect five of the nine directors of Harris Stratex separately as a class.

> Harris Corporation By: /s/ Scott T. Mikuen Vice President, 04/04/2007 Associate General Counsel and **Corporate Secretary** Date

\*\* Signature of Reporting Person

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.