SEC Form 4	
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# FORM 4

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

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

# 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

OMB APPR	OVAL
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1. Name and Chang E	Address of Reporting <u>ric</u>	Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol AVIAT NETWORKS, INC. [ AVNW ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
,				X Officer (give title Other (specify below) below)
			3. Date of Earliest Transaction (Month/Day/Year) 05/02/2016	VP, Corporate Controller & PAO
AVIAT NE	ETWORKS INC.			
5200 GRE	AT AMERICA PA	RKWAY		
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(Street)		05054		X Form filed by One Reporting Person
SANTA CI	LARA CA	95054		Form filed by More than One Reporting Person
(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)						5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	05/02/2016		A		21,598 <sup>(1)</sup>	Α	\$ <mark>0</mark>	96,598	D	
Common Stock	05/02/2016		Α		21,598(2)	Α	\$ <mark>0</mark>	118,196	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)	Transaction Code (Instr.		of Deriv Secu Acqu (A) or Dispo of (D) (Instr	Derivative (Month/Day/Year Securities Acquired (A) or Disposed			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			ve derivative Securities	derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						

#### Explanation of Responses:

1. Performance share units, which are subject to vesting, Vesting requires both (a) continuing employment with the Corporation, and (b) achievement of at least the minimum performance and time result for the three-year period set forth in the Specific Terms and Conditions. Once shares have achieved their performance components, they will vest up the holder. 3 years from the DOG with the exception of the 3rd tranche which will vest upon confirmation from the BOD of achievement of the 3rd performance metric requirement. Unvested performance share units are subject to cancellation by the Corporation at \$0.01 per share if eligible employment ends or, following the determination of actual Corporation performance versus metrics, to the extent such performance share units do not vest.

2. 100% of the shares subject to the award shall vest three years from the grant date, contingent upon continued employment.

## **Remarks:**

# /s/ Eric Chang

\*\* Signature of Reporting Person

05/03/2016 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.