

HARVEY STEVEN L  
 Form 4  
 November 09, 2005

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN 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 \*  
 HARVEY STEVEN L

(Last) (First) (Middle)  
 901 EXPLORER BLVD.  
 (Street)

HUNTSVILLE, AL 35806

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 ADTRAN INC [ADTN]

3. Date of Earliest Transaction (Month/Day/Year)  
 11/08/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President Sales

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

**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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/08/2005		M	10,000	A \$ 18.938	22,866	D
Common Stock	11/08/2005		F	6,432	D \$ 29.44	16,434	D
Common Stock	11/08/2005		M	11,496	A \$ 8.695	27,930	D
Common Stock	11/08/2005		F	3,395	D \$ 29.44	24,535	D
Common Stock	11/08/2005		M	4,500	A \$ 12.75	29,035	D

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Common Stock 11/08/2005 F 1,948 D \$ 29.44 27,087 D

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

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**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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 8.7	11/08/2005		M	11,496	07/12/2001 <sup>(1)</sup> 07/12/2010	Common Stock
Incentive Stock Option (right to buy)	\$ 12.75	11/08/2005		M	4,500	07/23/2002 <sup>(2)</sup> 07/23/2011	Common Stock
Incentive Stock Option (right to buy)	\$ 18.94	11/08/2005		M	10,000	02/05/1998 02/05/2007	Common Stock
Incentive Stock Option (right to buy)	\$ 10.5					10/16/2003 <sup>(2)</sup> 10/16/2012	Common Stock
Incentive Stock Option (right to buy)	\$ 22.17					10/18/2005 <sup>(2)</sup> 10/18/2014	Common Stock
Incentive Stock Option (right to buy)	\$ 30.04					10/17/2006 10/17/2015	Common Stock
Incentive Stock Option (right to buy)	\$ 32.27					11/25/2004 <sup>(2)</sup> 11/25/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.5					10/16/2003 <sup>(2)</sup> 10/16/2012	Common Stock

