

AVIAT NETWORKS, INC.  
Form 8-K  
February 04, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): February 3, 2010  
AVIAT NETWORKS, INC.  
(Exact name of registrant as specified in its charter)**

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| <b>Delaware</b><br>(State or other jurisdiction<br>of incorporation) | <b>001-33278</b><br>(Commission File<br>Number) | <b>20-5961564</b><br>(I.R.S. Employer<br>Identification No.) |
|--|---|--|

Address of principal executive offices: **637 Davis Drive, Morrisville, NC 27560**  
Registrant's telephone number, including area code: **(919) 767- 3250**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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SIGNATURE

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**Item 7.01 Regulation FD Disclosure.**

On February 3, 2010, Aviat Networks, Inc. ( the Company ) held a conference call with investors to discuss its financial results for the quarter and two quarters ended January 1, 2010. The transcript of this conference call is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference in response to this item.

The information, including Exhibit 99.1, in this Item 7.01 is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information in this Item 7.01 shall not be incorporated by reference into any filing under the Securities Act of 1933, except as shall otherwise be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit is furnished herewith:

99.1 Transcript of conference call held on February 3, 2010, discussing the Company s financial results for the quarter and two quarters ended January 1, 2010 (furnished pursuant to Item 7.01).

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AVIAT NETWORKS, INC.

February 4, 2010

By: /s/ Thomas L. Cronan, III  
Name: Thomas L. Cronan, III  
Title: Senior Vice President and Chief  
Financial Officer