

McFall Shaun
Form 4/A
November 21, 2008

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
McFall Shaun

2. Issuer Name **and** Ticker or Trading
Symbol
Harris Stratex Networks, Inc.
[HSTX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
RESEARCH TRIANGLE
PARK, 637 DAVIS DRIVE

3. Date of Earliest Transaction
(Month/Day/Year)
11/05/2008

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Chief Marketing Officer

(Street)
MORRISVILLE, NC 27560

4. If Amendment, Date Original
Filed(Month/Day/Year)
11/07/2008

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ 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)	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 (1) (2) (3)	(A) or (D)	Price
Class A Common Stock	11/05/2008		A		15,494 (1) (2) (3)	A	\$ 0 31,194
						D	

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

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information contained in this form are not
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(9-02)

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

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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	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 Underlying Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 5.97	11/05/2008		A	29,796	(5) 11/05/2015	Class A Common Stock	29,796 (4)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
McFall Shaun RESEARCH TRIANGLE PARK 637 DAVIS DRIVE MORRISVILLE, NC 27560	Chief Marketing Officer

Signatures

/s/ Juan Otero, General Counsel and Secretary, on behalf of Shaun McFall 11/21/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) This amendment is being filed to correct the vesting schedule of the performance shares granted on November 5, 2008.
Performance shares vest following the end of the Corporation's 2012 fiscal year (approximately 6/30/2012). Vesting requirements include continuous employment and achievement of certain performance results by the Corporation for the cumulative period from June 28, 2008 through the end of fiscal year 2012. Up to 50% of the performance shares may vest following the end of the Corporation's 2011 fiscal year (approximately 6/30/2011) based on continuous employment and achievement of performance results by the Corporation for the cumulative period from June 28, 2008 through the end of fiscal year 2011.
- (2) Shares that are not vested are subject to forfeiture should eligible employment end or if performance results for the cumulative period from June 28, 2008 through the end of fiscal year 2012 are not achieved by the Corporation.
- (3) This amendment also corrects the number of underlying securities listed in Table II, Section 7.
- (5) The option grant shall vest at a rate of 50% of the shares subject to the option on the first anniversary of the grant date, 25% on the second anniversary of the grant date and the final 25% on the third anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.