

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>OLSON MARK A</u>  (Last) (First) (Middle) <u>C/O COMMSCOPE HOLDING COMPANY, INC.,</u> <u>1100 COMMSCOPE PLACE, SE</u>  (Street) <u>HICKORY NC 28602</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CommScope Holding Company, Inc. [</u> <u>COMM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>EVP and CFO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/15/2015</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>05/18/2015</u>		

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	(A) or (D)	Price			
Common Stock	05/15/2015		M <sup>(1)</sup>		9,518	A	\$5.74 <sup>(2)</sup>	30,261 <sup>(3)</sup>	D	
Common Stock	05/15/2015		M <sup>(1)</sup>		482	A	\$5.57 <sup>(2)</sup>	30,743 <sup>(3)</sup>	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)	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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$5.74 <sup>(2)</sup>	05/15/2015		M <sup>(1)</sup>			9,518	(4)	01/26/2021	Common Stock	9,518	\$0.00	72,132	D	
Stock Option (Right to Buy)	\$5.57 <sup>(2)</sup>	05/15/2015		M <sup>(1)</sup>			482	(5)	02/21/2021	Common Stock	482	\$0.00	138,673	D	

Explanation of Responses:

- The transaction reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 5, 2014.
- The reporting person's original Form 4 reported the exercise of 10,000 stock options having an exercise price of \$5.74 per share. Instead, the transaction involved the exercise of 9,518 stock options having an exercise price of \$5.74 per share and the exercise of 482 stock options having an exercise price of \$5.57 per share.
- As previously reported, includes 10,837 restricted stock units that were granted on 02/24/2015 and will vest in three equal installments on 02/24/2016, 02/24/2017, and 02/24/2018, subject to the reporting person's continued employment with the issuer.
- Includes 16,563 unvested options that vest on 01/14/2016, subject to the reporting person's continued service on the vesting date. Per SEC guidance, excludes 16,563 unvested options that are subject to performance-based vesting conditions.
- Includes 19,881 unvested options that vest on 01/14/2016, subject to the reporting person's continued service on the vesting date. Per SEC guidance, excludes 19,881 unvested options that are subject to performance-based vesting conditions.

Remarks:

/s/Frank B. Wyatt, II, under a 03/07/2015  
Power of Attorney

\*\* Signature of Reporting Person 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.