

---

---

**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): May 19, 2014**

---

**ADTRAN, Inc.**

(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State of Incorporation)

**0-24612**  
(Commission file number)

**63-0918200**  
(I.R.S. Employer  
Identification Number)

**901 Explorer Boulevard,  
Huntsville, Alabama 35806-2807**  
(Address of principal executive offices, including zip code)

**(256) 963-8000**  
(Registrant's telephone number, including area code)

---

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 ( *see* General Instruction A.2. below):

- 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))
- 
-

---

**Item 8.01 Other Events.**

On May 19, 2014, ADTRAN, Inc. announced that its Board of Directors authorized the repurchase of an additional five million shares of the Company's common stock to commence upon completion of the repurchase plan previously announced May 1, 2013.

A copy of ADTRAN's press release announcing such repurchase plan is attached as Exhibit 99.1 hereto and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release dated May 19, 2014

---

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on May 20, 2014.

**ADTRAN, Inc.**  
**(Registrant)**

By: /s/ James E. Matthews

James E. Matthews  
Senior Vice President – Finance,  
Chief Financial Officer, Treasurer,  
Secretary and Director  
(Principal Accounting Officer)

---

**EXHIBIT INDEX**

**Exhibit  
Number**

**Description**

99.1

Press Release dated May 19, 2014

**ADTRAN, Inc. Announces Additional Five Million Share Repurchase Plan**

HUNTSVILLE, Ala. – (BUSINESS WIRE) – May 19, 2014 – ADTRAN, Inc. (NASDAQ: ADTN) announced that its Board of Directors has authorized the repurchase of an additional 5,000,000 shares of the Company’s common stock to commence upon completion of the repurchase plan announced May 1, 2013. There are 1,200,233 shares remaining to be repurchased under the May 2013 plan. Upon completion of the current plan, the new plan will be implemented through open market or private purchases from time to time as conditions warrant.

ADTRAN, Inc. is a leading global provider of networking and communications equipment. ADTRAN’s products enable voice, data, video and Internet communications across a variety of network infrastructures. ADTRAN solutions are currently in use by service providers, private enterprises, government organizations, and millions of individual users worldwide. For more information, please visit [www.adtran.com](http://www.adtran.com).

For more information, contact the company at 800 9ADTRAN (800 923-8726) or via email at [info@adtran.com](mailto:info@adtran.com). On the Web, visit [www.adtran.com](http://www.adtran.com).

This press release contains forward-looking statements which reflect management’s best judgment based on factors currently known. However, these statements involve risks and uncertainties, including the successful development and market acceptance of new products, the degree of competition in the market for such products, the product and channel mix, component costs, manufacturing efficiencies, and other risks detailed in our annual report on Form 10-K for the year ended December 31, 2013 and Form 10-Q for the quarter ended March 31, 2014. These risks and uncertainties could cause actual results to differ materially from those in the forward-looking statements included in this press release.

**CONTACT:**

Jim Matthews  
Senior Vice President/ CFO  
256-963-8775

**INVESTOR SERVICES/ASSISTANCE:**

Gayle Ellis  
256-963-8220