

**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): October 15, 2007

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 2.02. Results of Operations and Financial Condition.

On October 15, 2007, ADTRAN, Inc. announced its financial results for the fiscal quarter ended September 30, 2007 and certain other information.

ADTRAN also announced that its Board of Directors declared a quarterly cash dividend. The quarterly cash dividend is \$0.09 per common share to be paid to holders of record at the close of business on November 1, 2007. The ex-dividend date is October 30, 2007 and the payment date is November 15, 2007.

A copy of ADTRAN's press release announcing such financial results and other information is attached as Exhibit 99.1 hereto and incorporated by reference herein.

In addition, ADTRAN has posted supplemental information regarding revenues by product category, subcategory and segment, and stock-based compensation expense, for the fiscal quarter ended September 30, 2007 on the Investor Relations page of its website, www.adtran.com. A copy of the supplemental information is attached as Exhibits 99.2 and 99.3 hereto and incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

The following exhibits are furnished as part of this Current Report on Form 8-K.

Exhibit Number	Description
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99.1	Press Release dated October 15, 2007.
99.2	Revenues by product and segment classification
99.3	Stock-based compensation expense

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 October 15, 2007.

ADTRAN, Inc.
(Registrant)

By: /s/ James E. Matthews

James E. Matthews
Senior Vice President - Finance,
Chief Financial Officer, Treasurer,
Secretary and Director

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release dated October 15, 2007.
99.2	Revenues by product and segment classification
99.3	Stock-based compensation expense

EXHIBIT 99.1

ADTRAN, Inc. Reports Third Quarter 2007 Results and Declares Quarterly Cash Dividend

HUNTSVILLE, Ala.--(BUSINESS WIRE)--Oct. 15, 2007--ADTRAN, Inc. (NASDAQ:ADTN) reported results for the third quarter of 2007. Sales were \$123,821,000 for the quarter compared to \$123,674,000 for the second quarter of 2007 and \$132,650,000 for the third quarter of 2006. Net income was \$21,453,000 for the quarter compared to \$19,843,000 for the second quarter of 2007 and \$24,208,000 for the third quarter of 2006. Earnings per share, assuming dilution, were \$0.31 for the quarter compared to \$0.28 for the second quarter of 2007 and \$0.33 for the third quarter of 2006.

ADTRAN Chief Executive Officer Tom Stanton stated, "Although the environment proved challenging in the third quarter, we continued to move forward in our growth product areas. Optical Access product revenues grew substantially quarter to quarter reflecting a broad-based increase in activity. Internetworking products achieved their fifth sequential record revenue quarter led by strong NetVanta product line sales growth. Our long term outlook remains bright as we continue to see success operationalizing recent awards as well as capturing new customer opportunities."

The Company also announced that its Board of Directors declared a cash dividend for the third quarter of 2007. The quarterly cash dividend is \$0.09 per common share to be paid to holders of record at the close of business on November 1, 2007. The ex-dividend date is October 30, 2007, and the payment date is November 15, 2007.

The Company also confirmed that its third quarter conference call will be held Tuesday, October 16, 2007 at 9:30 a.m. Central Time. This conference call will be web cast live through StreetEvents.com. To listen, simply visit the Investor Relations site at <http://www.adtran.com> or <http://streetevents.com> approximately 10 minutes prior to the start of the call and click on the conference call link provided.

An online replay of the conference call will be available for seven days at <http://streetevents.com>. In addition, an online replay of the conference call, as well as the text of the Company's earnings release, will be available on the Investor Relations site at <http://www.adtran.com> for at least 12 months following the call.

ADTRAN, Inc. is a leading global provider of networking and communications equipment, with a portfolio of more than 1,600 solutions for use in the last mile of today's telecommunications networks. Widely deployed by carriers and enterprises alike, ADTRAN solutions enable voice, data, video, and Internet communications across copper, fiber, and wireless network infrastructures. ADTRAN solutions are currently in use by every major U.S. service provider and many global ones, as well as by thousands of public, private and governmental organizations worldwide.

For more information, contact the company at 800 9ADTRAN (800 923-8726) or via email at info@adtran.com. On the Web, visit 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, 2006 and Form 10-Q for the quarter ended June 30, 2007. These risks and uncertainties could cause actual results to differ materially from those in the forward-looking statements included in this press release.

Condensed Balance Sheet Unaudited (In thousands)

	September 30, 2007	December 31, 2006
Assets		
Cash and cash equivalents	\$ 32,850	\$ 40,147
Short-term investments	137,192	99,700
Accounts receivable, net	69,300	56,769
Other receivables	4,367	7,481
Income tax receivable, net	-	1,446
Inventory, net	47,874	53,117
Prepaid expenses and other current assets	9,620	10,505
Total current assets	301,203	269,165
Property, plant and equipment, net	77,312	80,194
Deferred tax assets, net	890	-
Other assets	503	534
Long-term investments	130,694	189,765
Total assets	\$510,602	\$539,658

Liabilities and Stockholders' Equity		
Accounts payable	\$ 28,553	\$ 30,321
Unearned revenue	5,395	5,802
Accrued expenses	4,729	3,827
Accrued wages and benefits	7,611	9,579
Income tax payable, net	62	-
	-----	-----
Total current liabilities	46,350	49,529
Deferred tax liabilities, net	-	694
Other non-current liabilities	8,218	4,667
Bonds payable	48,500	48,812
	-----	-----
Total liabilities	103,068	103,702
Stockholders' equity	407,534	435,956
	-----	-----
Total liabilities and stockholders' equity	\$510,602	\$539,658
	=====	=====

Condensed Statements of Income
(In thousands, except per share data)

	Unaudited			
	Three Months Ended September 30, 2007	Three Months Ended September 30, 2006	Nine Months Ended September 30, 2007	Nine Months Ended September 30, 2006
	-----	-----	-----	-----
Sales	\$123,821	\$132,650	\$357,807	\$363,594
Cost of sales	49,703	54,015	144,340	148,020
	-----	-----	-----	-----
Gross profit	74,118	78,635	213,467	215,574
Selling, general and administrative expenses	25,335	25,911	77,966	76,942
Research and development expenses	18,735	18,346	56,639	53,581
	-----	-----	-----	-----
Operating income	30,048	34,378	78,862	85,051
Interest income	2,842	3,370	8,756	10,281
Interest expense	(631)	(633)	(1,876)	(1,900)
Net realized investment gain	240	55	508	1,129
Other income, net	203	93	700	442
Life insurance proceeds	-	-	1,000	-
	-----	-----	-----	-----
Income before provision for income taxes	32,702	37,263	87,950	95,003
Provision for income taxes	(11,249)	(13,055)	(29,726)	(33,726)
	-----	-----	-----	-----
Net income	\$ 21,453	\$ 24,208	\$ 58,224	\$ 61,277
	=====	=====	=====	=====
Weighted average shares outstanding				
Basic	67,526	71,688	68,554	74,537
Diluted (1)	68,872	73,478	70,009	76,550
Earnings per common share				
Basic	\$ 0.32	\$ 0.34	\$ 0.85	\$ 0.82
Diluted (1)	\$ 0.31	\$ 0.33	\$ 0.83	\$ 0.80

(1) Assumes exercise of dilutive stock options calculated under the treasury stock method.

Condensed Statements of Cash Flow For the nine months ended September 30,

Unaudited
(In thousands)

	2007	2006
	-----	-----
Cash flows from operating activities:		
Net income	\$ 58,224	\$ 61,277
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	8,049	8,225
Amortization of net premium on available-for-sale investments	1,664	2,489
Gain on sale of long-term investments	(508)	(1,325)
Loss on disposal of property, plant and equipment	64	68
Stock-based compensation expense	6,740	6,094
Deferred income taxes	(3,090)	(2,140)
Tax benefit from stock option exercises	4,220	1,380
Excess tax benefits from stock-based compensation arrangements	(3,132)	(860)
Change in operating assets and liabilities:		
Accounts receivable, net	(12,531)	(7,252)
Other receivables	3,114	(3,857)
Income tax receivable, net	1,446	-
Inventory, net	5,243	3,477
Prepaid expenses and other assets	620	(152)
Accounts payable	(1,768)	9,285
Accrued expenses and other liabilities	598	(4,759)
Income tax payable, net	352	858
	-----	-----
Net cash provided by operating activities	69,305	72,808
Cash flows from investing activities:		
Purchases of property, plant and equipment	(5,231)	(4,822)
Proceeds from sales and maturities of available-for-sale investments	177,572	255,325
Purchases of available-for-sale investments	(152,310)	(247,849)
Acquisition of business	-	(400)
	-----	-----
Net cash provided by investing activities	20,031	2,254
Cash flows from financing activities:		
Proceeds from stock option exercises	15,045	3,764
Purchases of treasury stock	(96,599)	(141,616)
Dividend payments	(18,628)	(20,389)
Payments on long-term debt	(312)	(500)
Excess tax benefits from stock-based compensation arrangements	3,132	860
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Net cash used in financing activities	(97,362)	(157,881)
Net decrease in cash and cash equivalents	(8,026)	(82,819)
Effect of exchange rate changes	729	406
Cash and cash equivalents, beginning of period	40,147	112,794
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Cash and cash equivalents, end of period	\$ 32,850	\$ 30,381
	=====	=====

CONTACT: ADTRAN, Inc.
Jim Matthews, 256-963-8775

Senior Vice President/CFO

or

INVESTOR SERVICES/ASSISTANCE:

Gayle Ellis, 256-963-8220

ADTRAN, INC.

(In thousands)

	Q3	2007 Q2	Q1
Product Revenues Based on New Categories:			
Loop Access	\$ 56,282	\$ 55,003	\$ 51,248
Carrier Systems	44,587	46,491	39,564
Business Networking	22,952	22,180	19,500
	-----	-----	-----
	\$123,821	\$123,674	\$110,312
Subcategories included in above:			
Broadband Access (included in Carrier Systems)	\$ 18,241	\$ 20,163	\$ 18,271
Optical Access (included in Carrier Systems)	13,854	9,833	8,617
Internetworking (Netvanta & Multi-service Access Gateway) (included in Business Networking)	14,462	13,591	11,092
HDSL (does not include T1) (included in Loop Access)	47,196	46,319	43,752
Other products	30,068	33,768	28,580
	-----	-----	-----
	\$123,821	\$123,674	\$110,312
Segment Revenues:			
Carrier Networks	\$ 93,090	\$ 93,288	\$ 84,446
Enterprise Networks	30,731	30,386	25,866
	-----	-----	-----
	\$123,821	\$123,674	\$110,312
Product Revenues Based on New Categories:		2006	Q1
	Q3	Q2	
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Loop Access	\$ 59,053	\$ 55,427	\$ 43,260
Carrier Systems	50,049	46,369	44,051
Business Networking	23,548	20,500	21,337
	-----	-----	-----
	\$132,650	\$122,296	\$108,648
Subcategories included in above:			
Broadband Access (included in Carrier Systems)	\$ 23,870	\$ 21,490	\$ 21,002
Optical Access (included in Carrier Systems)	10,122	9,078	8,424
Internetworking (Netvanta & Multi-service Access Gateway) (included in Business Networking)	9,162	7,599	8,429
HDSL (does not include T1) (included in Loop Access)	49,563	45,979	35,664
Other	39,933	38,150	35,129
	-----	-----	-----
	\$132,650	\$122,296	\$108,648
Segment Revenues:			
Carrier Networks	\$101,466	\$ 94,640	\$ 81,219
Enterprise Networks	31,184	27,656	27,429
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	\$132,650	\$122,296	\$108,648

EXHIBIT 99.3

ADTRAN, INC.

(In thousands)

	Three Months Ended		Nine Months Ended	
	September 30,		September 30,	
	2007	2006	2007	2006
Stock-based compensation expense included in cost of sales	\$ 96	\$ 90	\$ 283	\$ 260
Selling, general and administrative expense	1,023	992	3,222	2,952
Research and development expense	1,086	983	3,235	2,882
Stock-based compensation expense included in operating expenses	2,109	1,975	6,457	5,834
Total stock-based compensation expense	2,205	2,065	6,740	6,094
Tax benefit for expense associated with non-qualified options	(263)	(261)	(679)	(774)
Total stock-based compensation expense, net of tax	\$ 1,942	\$ 1,804	\$ 6,061	\$ 5,320