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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): April 12, 2016**

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**ADTRAN, Inc.**

(Exact name of registrant as specified in its charter)

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**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)

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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))
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**Item 2.02 Results of Operations and Financial Condition.**

On April 12, 2016, ADTRAN, Inc. announced its financial results for the fiscal quarter ended March 31, 2016 and certain other information.

ADTRAN also announced that its Board of Directors declared a quarterly cash dividend of \$0.09 per common share to be paid to shareholders of record at the close of business on April 28, 2016. The ex-dividend date is April 26, 2016 and the payment date is May 12, 2016.

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 operating segment, category, and product subcategory (former reporting structure only) under its new and former reporting structure for the fiscal quarter ended March 31, 2016, and recast financial segment and category information for the four quarters and full year for fiscal years 2014 and 2015, as if reported under the new operating reporting structure, on the Investor Relations page of its website, [www.adtran.com](http://www.adtran.com). A copy of the supplemental information is attached as Exhibit 99.2 hereto and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

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

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99.1	Press Release dated April 12, 2016
99.2	Revenues by product and segment classification

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**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 April 13, 2016.

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

By: /s/ Roger D Shannon

Roger D. Shannon

Senior Vice President of Finance,

Chief Financial Officer, Corporate Secretary and Treasurer  
(Principal Accounting Officer)

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**EXHIBIT INDEX**

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99.1	Press Release dated April 12, 2016
99.2	Revenues by product and segment classification

**ADTRAN, Inc.**  
**REPORTS RESULTS for the FIRST QUARTER 2016**  
**and DECLARES QUARTERLY CASH DIVIDEND**

HUNTSVILLE, AL.—April 12, 2016—ADTRAN, Inc. (NASDAQ: [ADTN](#)) reported results for the first quarter 2016. For the quarter, sales were \$142,204,000 compared to \$142,835,000 for the first quarter of 2015. Net income was \$5,014,000 compared to \$3,317,000 for the first quarter of 2015. Earnings per share, assuming dilution, were \$0.10 compared to \$0.06 for the first quarter of 2015. Non-GAAP earnings per share were \$0.14 compared to \$0.10 for the first quarter of 2015. The reconciliation between GAAP earnings per share, diluted, and non-GAAP earnings per share, diluted, is in the table provided.

ADTRAN Chief Executive Officer Tom Stanton stated, “ADTRAN delivered a solid performance this quarter resulting in earnings coming in ahead of initial expectations. Compared to the same period last year, Q1 domestic revenue was up over 39% with increases in both our products and services businesses. Improved gross margins and lower operating expenses helped us increase operating income over 181% versus Q1 of 2015. Longer term, we expect further improvement in the carrier environment as customers accelerate investments in upgrading their network infrastructure to meet customer demand.”

The Company also announced that its Board of Directors declared a cash dividend for the first quarter of 2016. The quarterly cash dividend is \$0.09 per common share to be paid to holders of record at the close of business on April 28, 2016. The ex-dividend date is April 26, 2016 and the payment date is May 12, 2016.

As was previously announced, ADTRAN has changed its financial reporting segments as of the quarter ended March 31, 2016. The Company will now report its financial performance based on two new reportable segments – Network Solutions and Services & Support. ADTRAN will post supplemental information regarding revenues by operating segment and category under its new and former reporting structure for the fiscal quarter ended March 31, 2016, and recast financial segment information for the four quarters and full year for fiscal years 2014 and 2015, as if reported under the new operating reporting structure, on the Investor Relations page of its website at [www.adtran.com](http://www.adtran.com).

The Company confirmed that its first quarter conference call will be held Wednesday, April 13, 2016 at 9:30 a.m. Central Time. This conference call will be web cast live through [StreetEvents.com](http://StreetEvents.com). To listen, simply visit the Investor Relations site at [www.adtran.com](http://www.adtran.com) or [www.streetevents.com](http://www.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 [www.streetevents.com](http://www.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 [www.adtran.com](http://www.adtran.com) for at least 12 months following the call.

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, 2015. These risks and uncertainties could cause actual results to differ materially from those in the forward-looking statements included in this press release.

**CONTACT:**

Roger Shannon  
Senior Vice President & CFO  
256-963-8775

**INVESTOR SERVICES/ASSISTANCE:**

Gayle Ellis  
Investor Services  
256-963-8220

**Condensed Consolidated Balance Sheet**  
**(Unaudited)**  
**(In thousands)**

	<b>March 31, 2016</b>	<b>December 31, 2015</b>
<b>Assets</b>		
Cash and cash equivalents	\$ 91,609	\$ 84,550
Short-term investments	29,303	34,396
Accounts receivable, net	67,492	71,917
Other receivables	9,199	19,321
Inventory	92,107	91,533
Prepaid expenses and other current assets	13,096	10,145
Deferred tax assets, net	17,967	18,924
<b>Total Current Assets</b>	<b>320,773</b>	<b>330,786</b>
Property, plant and equipment, net	73,511	73,233
Deferred tax assets, net	18,878	18,091
Goodwill	3,492	3,492
Other assets	9,157	9,276
Long-term investments	195,683	198,026
<b>Total Assets</b>	<b>\$621,494</b>	<b>\$ 632,904</b>
<b>Liabilities and Stockholders' Equity</b>		
Accounts payable	\$ 42,635	\$ 48,668
Unearned revenue	18,683	16,615
Accrued expenses	13,513	12,108
Accrued wages and benefits	11,064	12,857
Income tax payable, net	2,739	2,395
<b>Total Current Liabilities</b>	<b>88,634</b>	<b>92,643</b>
Non-current unearned revenue	7,288	7,965
Other non-current liabilities	25,283	24,236
Bonds payable	27,900	27,900
<b>Total Liabilities</b>	<b>149,105</b>	<b>152,744</b>
<b>Stockholders' Equity</b>	<b>472,389</b>	<b>480,160</b>
<b>Total Liabilities and Stockholders' Equity</b>	<b>\$621,494</b>	<b>\$ 632,904</b>

**Consolidated Statements of Income**  
**(Unaudited)**  
**(In thousands, except per share data)**

	Three Months Ended March 31,	
	2016	2015
<b>Sales</b>		
Products	\$ 123,883	\$ 129,505
Services	<u>18,321</u>	<u>13,330</u>
<b>Total sales</b>	<b>142,204</b>	<b>142,835</b>
<b>Cost of sales</b>		
Products	64,073	71,560
Services	<u>12,337</u>	<u>5,712</u>
<b>Total cost of sales</b>	<b>76,410</b>	<b>77,272</b>
<b>Gross Profit</b>	<b>65,794</b>	<b>65,563</b>
Selling, general and administrative expenses	30,785	31,064
Research and development expenses	<u>29,488</u>	<u>32,536</u>
<b>Operating Income</b>	<b>5,521</b>	<b>1,963</b>
Interest and dividend income	855	933
Interest expense	(145)	(148)
Net realized investment gain	1,728	3,115
Other income (expense), net	<u>119</u>	<u>(353)</u>
<b>Income before provision for income taxes</b>	<b>8,078</b>	<b>5,510</b>
Provision for income taxes	<u>(3,064)</u>	<u>(2,193)</u>
<b>Net Income</b>	<b>\$ 5,014</b>	<b>\$ 3,317</b>
Weighted average shares outstanding - basic	49,220	53,399
Weighted average shares outstanding - diluted (1)	49,389	53,634
Earnings per common share - basic	\$ 0.10	\$ 0.06
Earnings per common share - diluted (1)	\$ 0.10	\$ 0.06

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

**Consolidated Statements of Comprehensive Income**  
**(Unaudited)**  
**(In thousands)**

	<b>Three Months Ended</b>	
	<b>March 31,</b>	
	<b>2016</b>	<b>2015</b>
Net Income	<u>\$ 5,014</u>	<u>\$ 3,317</u>
<b>Other Comprehensive Income (Loss), net of tax:</b>		
Unrealized losses on available-for-sale securities	(255)	(503)
Defined benefit plan adjustments	45	68
Foreign currency translation	<u>1,228</u>	<u>(3,318)</u>
<b>Other Comprehensive Income (Loss), net of tax</b>	<b><u>1,018</u></b>	<b><u>(3,753)</u></b>
<b>Comprehensive Income (Loss), net of tax</b>	<b><u>\$ 6,032</u></b>	<b><u>\$ (436)</u></b>



**Consolidated Statements of Cash Flows**  
**(Unaudited)**  
**(In thousands)**

	<b>Three Months Ended</b>	
	<b>March 31,</b>	
	<b>2016</b>	<b>2015</b>
<b>Cash flows from operating activities:</b>		
Net income	<b>\$ 5,014</b>	<b>\$ 3,317</b>
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	3,347	3,728
Amortization of net premium on available-for-sale investments	220	910
Net realized gain on long-term investments	(1,728)	(3,115)
Net loss on disposal of property, plant and equipment	3	8
Stock-based compensation expense	1,558	1,639
Deferred income taxes	435	(692)
Tax benefit from stock option exercises	—	8
Excess tax benefits from stock-based compensation arrangements	—	(9)
Change in operating assets and liabilities:		
Accounts receivable, net	4,752	(4,571)
Other receivables	10,200	511
Inventory	163	(7,261)
Prepaid expenses and other assets	(3,083)	(736)
Accounts payable	(6,520)	20,084
Accrued expenses and other liabilities	902	(282)
Income tax payable, net	413	(524)
<b>Net cash provided by operating activities</b>	<b><u>15,676</u></b>	<b><u>13,015</u></b>
<b>Cash flows from investing activities:</b>		
Purchases of property, plant and equipment	(3,166)	(2,442)
Proceeds from sales and maturities of available-for-sale investments	60,586	58,075
Purchases of available-for-sale investments	(52,053)	(44,584)
<b>Net cash provided by investing activities</b>	<b><u>5,367</u></b>	<b><u>11,049</u></b>
<b>Cash flows from financing activities:</b>		
Proceeds from stock option exercises	247	280
Purchases of treasury stock	(11,003)	(3,035)
Dividend payments	(4,453)	(4,811)
Excess tax benefits from stock-based compensation arrangements	—	9
<b>Net cash used in financing activities</b>	<b><u>(15,209)</u></b>	<b><u>(7,557)</u></b>
Net increase in cash and cash equivalents	5,834	16,507
Effect of exchange rate changes	1,225	(2,937)
<b>Cash and cash equivalents, beginning of period</b>	<b><u>84,550</u></b>	<b><u>73,439</u></b>
<b>Cash and cash equivalents, end of period</b>	<b><u>\$ 91,609</u></b>	<b><u>\$ 87,009</u></b>
Supplemental disclosure of non-cash investing activities		
Purchases of property, plant and equipment included in accounts payable	\$ 485	\$ 784

**Supplemental Information**  
**Stock-based Compensation Expense**  
**(Unaudited)**  
**(In thousands)**

	<b>Three Months Ended</b>	
	<b>March 31,</b>	
	<b>2016</b>	<b>2015</b>
<b>Stock-based compensation expense included in cost of sales</b>	<b>\$ 91</b>	<b>\$ 90</b>
Selling, general and administrative expense	810	691
Research and development expense	657	858
<b>Stock-based compensation expense included in operating expenses</b>	<b>1,467</b>	<b>1,549</b>
<b>Total stock-based compensation expense</b>	<b>1,558</b>	<b>1,639</b>
Tax benefit for expense associated with non-qualified options	(212)	(180)
<b>Total stock-based compensation expense, net of tax</b>	<b>\$ 1,346</b>	<b>\$ 1,459</b>

**Reconciliation of GAAP net income per share, diluted, to  
Non-GAAP net income per share, diluted  
(Unaudited)**

	Three Months Ended March 31,	
	2016	2015
<b>GAAP earnings per common share – diluted</b>	<b>\$ 0.10</b>	<b>\$ 0.06</b>
Amortization of acquired intangible assets	0.01	0.01
Stock-based compensation expense	0.03	0.03
<b>Non-GAAP earnings per common share – diluted</b>	<b><u>\$ 0.14</u></b>	<b><u>\$ 0.10</u></b>

**Segment and Category Revenues**  
**(New Reporting Structure)**  
**(Unaudited)**  
**(In thousands)**

	Three Months Ended March 31,	
	2016	2015
<b>Segment Revenues:</b>		
Network Solutions	\$ 123,883	\$ 129,505
Services & Support	18,321	13,330
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>
<b>Category Revenues:</b>		
Access & Aggregation	\$ 93,855	\$ 92,851
Customer Devices	32,353	31,704
Traditional & Other Products	15,996	18,280
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>
<b>Sales by Geographic Region:</b>		
United States	\$ 116,348	\$ 83,472
International	25,856	59,363
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>

**Product and Segment Revenues**  
**(Former Reporting Structure)**  
**(Unaudited)**  
**(In thousands)**

	Three Months Ended March 31,	
	2016	2015
<b>Product Revenues:</b>		
Carrier Systems	\$ 100,173	\$ 100,439
Business Networking	35,661	35,381
Loop Access	6,370	7,015
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>
<b>Subcategories included in the above:</b>		
Broadband Access (included in Carrier Systems)	\$ 81,778	\$ 84,794
Optical (included in Carrier Systems)	16,228	12,504
Internetworking (Netvanta & Multi-service Access Gateways) (included in Business Networking)	34,868	34,159
<b>Total Core Products</b>	<b><u>132,874</u></b>	<b><u>131,457</u></b>
<b>Percentage of Total Revenue</b>	<b>93%</b>	<b>92%</b>
HDSL (does not include T1) (included in Loop Access)	5,773	6,703
Other Products (excluding HDSL)	3,557	4,675
<b>Total Legacy Products</b>	<b><u>9,330</u></b>	<b><u>11,378</u></b>
<b>Percentage of Total Revenue</b>	<b>7%</b>	<b>8%</b>
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>
<b>Segment Revenues:</b>		
Carrier Networks	\$ 118,398	\$ 116,014
Enterprise Networks	23,806	26,821
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>
<b>Sales by Geographic Region:</b>		
United States	\$ 116,348	\$ 83,472
International	25,856	59,363
<b>Total</b>	<b><u>\$142,204</u></b>	<b><u>\$142,835</u></b>

**Segment and Category Information**  
**(Recast Historical Results)**  
**(Unaudited)**  
**(In thousands)**

Segment Revenues	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	Full Year 2015
Three months ended					
Network Solutions	\$ 129,505	\$ 144,098	\$ 138,120	\$ 115,699	\$ 527,422
Services & Support	13,330	16,040	19,958	23,314	72,642
<b>Total Revenue</b>	<b>\$ 142,835</b>	<b>\$ 160,138</b>	<b>\$ 158,078</b>	<b>\$ 139,013</b>	<b>\$ 600,064</b>

Segment Revenues	March 31, 2014	June 30, 2014	September 30, 2014	December 31, 2014	Full Year 2014
Three months ended					
Network Solutions	\$ 130,954	\$ 158,832	\$ 146,035	\$ 123,711	\$ 559,532
Services & Support	16,050	17,297	16,857	20,271	70,475
<b>Total Revenue</b>	<b>\$ 147,004</b>	<b>\$ 176,129</b>	<b>\$ 162,892</b>	<b>\$ 143,982</b>	<b>\$ 630,007</b>

Segment Gross Profit	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	Full Year 2015
Three months ended					
Network Solutions	\$ 57,945	\$ 59,888	\$ 62,151	\$ 53,595	\$ 233,579
Services & Support	7,618	8,358	8,498	8,844	33,318
<b>Total Gross Profit</b>	<b>\$ 65,563</b>	<b>\$ 68,246</b>	<b>\$ 70,649</b>	<b>\$ 62,439</b>	<b>\$ 266,897</b>

Segment Gross Profit	March 31, 2014	June 30, 2014	September 30, 2014	December 31, 2014	Full Year 2014
Three months ended					
Network Solutions	\$ 67,330	\$ 76,162	\$ 69,344	\$ 58,681	\$ 271,517
Services & Support	10,460	10,635	8,913	9,802	39,810
<b>Total Gross Profit</b>	<b>\$ 77,790</b>	<b>\$ 86,797</b>	<b>\$ 78,257</b>	<b>\$ 68,483</b>	<b>\$ 311,327</b>

Category Revenues	March 31, 2015	June 30, 2015	September 30, 2015	December 31, 2015	Full Year 2015
Three months ended					
Access & Aggregation	\$ 92,851	\$ 112,732	\$ 103,431	\$ 96,684	\$ 405,698
Customer Devices	31,704	30,042	35,545	28,274	125,565
Traditional & Other Products	18,280	17,364	19,102	14,055	68,801
<b>Total Revenue</b>	<b>\$ 142,835</b>	<b>\$ 160,138</b>	<b>\$ 158,078</b>	<b>\$ 139,013</b>	<b>\$ 600,064</b>

Category Revenues	March 31, 2014	June 30, 2014	September 30, 2014	December 31, 2014	Full Year 2014
Three months ended					
Access & Aggregation	\$ 87,645	\$ 119,144	\$ 104,535	\$ 90,445	\$ 401,769
Customer Devices	32,498	37,351	35,111	33,091	138,051
Traditional & Other Products	26,861	19,634	23,246	20,446	90,187
<b>Total Revenue</b>	<b>\$ 147,004</b>	<b>\$ 176,129</b>	<b>\$ 162,892</b>	<b>\$ 143,982</b>	<b>\$ 630,007</b>