

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

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| Equivalent<br>Rights                           | Ш   | 12/31/2021        |                                      | М           |   |                           | 114.476                               |               | 1)   | (1)                | Stock   | 114.476   | \$0                                  | 0   | D   |  |
|--|---|-------------------|--------------------------------------|-------------|---|---------------------------|---------------------------------------|---------------|--|--------------------|---|---|--------------------------------------|---|---|--|
| Dividend                                       | (1)   | 12/21/2021        |                                      |             |   |                           | 114.476                               | -             | (1)  | (1)                | Common  | 1114 4776   | 60                                   |   | D   |  |
|  | Security  |                   |                                      | Code        | v   | (A)                       | (D)                                   | Date<br>Exerc | cisable  | Expiration<br>Date | Title   | Amount or<br>Number of<br>Shares  |                                      | Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Direct (D)<br>or Indirect<br>(I) (Instr.<br>4)  |  |
| 1. Title of Derivate<br>Security<br>(Instr. 3) | Conversion<br>or Exercise<br>Price of<br>Derivative | 3. Trans.<br>Date | 3A. Deem<br>Execution<br>Date, if an |             | Derivativ   |                           | ve Securities<br>d (A) or<br>d of (D) |               | 6. Date Exercisable and Expiration Date                      |                    |   | Underlying<br>Security  | Derivative<br>Security<br>(Instr. 5) | Securities<br>Beneficially<br>Owned                   | Ownership<br>Form of<br>Derivative<br>Security: | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  | Tal   | ble II - Deri     | ivative S                            | Securities  | Ben   | eficiall                  | y Owned (                             | e.g.,         | puts,  | calls, wa          | arrants,  | options, conver   | tible secu                           | urities)  |   |  |
| Common Stock (2) 12/31/202                     |   |                   |                                      | 2/31/2021   |   |                           | A                                     |               | 3943   | A                  | \$0   | 56380   |                                      |   | D   |  |
| Common Stock (1) 12/31/202                     |   |                   |                                      | 2/31/2021   | 1   |                           | D                                     |               | 0.476  | D                  | \$22.83   | 52437   |                                      | D   |   |  |
| Common Stock 12/31/202                         |   |                   |                                      | 2/31/2021   |   |                           | M                                     |               | 114.47   | 6 A                | <u>(1)</u>  | 52437.476   |                                      |   | D   |  |
|  |   |                   |                                      |             |   |                           | Code                                  | V             | Amou   | (A) or (D)         | Price   |   |                                      |   |   | Ownership<br>(Instr. 4)  |
| 1.Title of Security (Instr. 3)                 |   |                   | 2. 7                                 | Trans. Date | Exec  | Deemed<br>ution<br>if any | 3. Trans. Co.<br>(Instr. 8)           | de            | 4. Securities Acquire or Disposed of (D) (Instr. 3, 4 and 5) |                    | )   | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) |                                      | ally Owned<br>s)                                      | 6.<br>Ownership<br>Form:                        | Beneficial   |
|  |   | 7                 | Гable I -                            | - Non-De    | rivat   | ive Sec                   | curities Ac                           | quir          | ed, Di   | sposed (           | of, or Be   | neficially Owne   | ed                                   |   |   |  |
|  |   | tate) (Zip)       | )                                    |             |   |                           |                                       |               |  |                    |   | Form filed by   | More than (                          | One Reporting P                                       | erson   |  |
| HUNTSVIL                                       | LE, AL  | 35806             |                                      |             |   |                           |                                       |               |  |                    |   | X Form filed by   | y One Repor                          | ting Person   |   |  |
| (Street)                                       |   |                   |                                      | 4.          | If Ar   | nendm                     | ent, Date O                           | rigin         | nal Fil  | ed (MM/D           | 6. Individual or Joint/Group Filing (Check Applicable Line) |   |                                      |   |   |  |
| ADTRAN, 901 EXPLORER BLVD                      |   |                   |                                      |             |   |                           | 12/3                                  | 31/2          | 021  |                    |   |   |                                      |   |   |  |
| (Last) (First) (Middle)                        |   |                   |                                      | 3.          | Date  | oi Eai                    | nest rransa                           | ictioi        | II (MM/  | DD/YYYY            | Officer (give title below) Other (specify below)            |   |                                      |   |   |  |
| HUSS H FENWICK                                 |   |                   |                                      |             | ADTRAN INC [ ADTN ]  3. Date of Earliest Transaction (MM/DD/YYYY) |                           |                                       |               |  |                    |   | X Director 10% Owner  |                                      |   |   |  |
|  |   |                   |                                      |             | ьті   | D A NI                    | INCLAI                                | т             | JI   |                    |   | (Check all applicable)  |                                      |   |   |  |
| 1. Name and Address of Reporting Person *      |   |                   |                                      | 2.          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol                |                           |                                       |               |  |                    |   | 5. Relationship of Reporting Person(s) to Issuer  |                                      |   |   |  |

### **Explanation of Responses:**

- (1) Settlement of dividend equivalent rights in connection with lapse of restriction on restricted stock. The rights accrued when and as dividends were paid on the Company's common stock and are paid in whole shares of common stock with the remainder paid in cash. Each dividend equivalent right is the economic equivalent of one share of the Company's common stock.
- (2) Represents restricted stock award grant that vests in full on the first anniversary of the date of grant.

### **Reporting Owners**

| Panarting Owner Name / Address | 10       | Relationships |         |       |  |  |  |  |
|--------------------------------|----------|---------------|---------|-------|--|--|--|--|
| Reporting Owner Name / Addres  | Director | 10% Owner     | Officer | Other |  |  |  |  |
| HUSS H FENWICK                 |          |               |         |       |  |  |  |  |
| ADTRAN                         | X        |               |         |       |  |  |  |  |
| 901 EXPLORER BLVD              | Λ        |               |         |       |  |  |  |  |
| HUNTSVILLE, AL 35806           |          |               |         |       |  |  |  |  |

#### **Signatures**

Michael Foliano, by power of attorney

\*\*Signature of Reporting Person

1/4/2022

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 control number.