

HARRIS CORP /DE/
Form 4
October 03, 2014

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHWARTZ LEWIS A

(Last) (First) (Middle)

CORPORATE
HEADQUARTERS, 1025 W. NASA
BOULEVARD

(Street)

MELBOURNE, FL 32919

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HARRIS CORP /DE/ [HRS]

3. Date of Earliest Transaction
(Month/Day/Year)
10/01/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
VP, Principal Accting. Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 or Price | | |
| Common Stock, Par Value \$1.00 | 10/01/2014 | | M ⁽¹⁾ | | 12,267 A \$ 46.53 | | D |
| Common Stock, Par Value \$1.00 | 10/01/2014 | | M ⁽¹⁾ | | 5,634 A \$ 56.97 | | D |
| Common Stock, Par Value | 10/01/2014 | | S ⁽¹⁾ | | 17,901 D \$ 66.23 | | D |
| | | | | | (2) | | |

\$1.00

Common
Stock, Par
Value
\$1.00

10/01/2014

S⁽¹⁾

500

D

\$
66.34

17,267.03 (3) D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Non-Qualified Stock Option (Right to Buy) | \$ 46.53 | 10/01/2014 | | <u>M</u> ⁽¹⁾ | 12,267 | <u>(4)</u> 08/24/2022 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (Right to Buy) | \$ 56.97 | 10/01/2014 | | <u>M</u> ⁽¹⁾ | 5,634 | <u>(5)</u> 08/23/2023 | Common Stock, Par Value \$1.00 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---|-------|
| | Director | 10% Owner | Officer | Other |
| SCHWARTZ LEWIS A CORPORATE HEADQUARTERS 1025 W. NASA BOULEVARD MELBOURNE, FL 32919 | | | VP, Principal Accting. Officer | |

Signatures

/s/ Lewis A.
Schwartz

10/03/2014

**Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

(1) The exercise of options and sale of the underlying 17,901 shares as well as the sale of 500 shares as reported on this Form 4 were sold pursuant to a sale plan adopted by the reporting person on May 21, 2014, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.

(2) The 17,901 shares were sold at a weighted average sale price of \$66.23. The prices actually received ranged from \$66.06 to \$66.40. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

(3) Aggregate of 17,267.03 shares listed in Column 5 of Table I includes: (a) 25.28 shares acquired through the Harris Corporation 401(k) Retirement Plan on 9/5/14 and (b) a reduction of 3.23 shares due to rounding of previous reports by the Plan's recordkeeper.

(4) Of the 18,400 options granted on this 8/24/12 stock option, 6,134 options became exercisable on 8/24/13, an additional 6,133 options became exercisable on 8/24/14, and the remaining 6,133 options will become exercisable on 8/24/15.

(5) Of the 16,900 options granted on this 8/23/13 stock option, 5,634 options became exercisable on 8/23/14, an additional 5,633 options will become exercisable on 8/23/15, and the remaining 5,633 options will become exercisable on 8/23/16.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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