

HARRIS CORP /DE/  
Form 4  
February 03, 2006

**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 \*  
DATTILO THOMAS A

(Last) (First) (Middle)

COOPER TIRE & RUBBER  
COMPANY, 701 LIMA AVENUE

(Street)

FINDLAY, OH 45840

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/01/2006

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Price  |   |  |                                   |
| Common Stock, Par Value \$1.00  | 02/01/2006                           |  | M                              | 4,000 A \$ 14.9   | 4,000   | D  |                                   |
| Common Stock, Par Value \$1.00  | 02/01/2006                           |  | M                              | 4,000 A \$ 16.825   | 8,000   | D  |                                   |
| Common Stock, Par Value \$1.00  | 02/01/2006                           |  | M                              | 4,000 A \$ 13.35  | 12,000  | D  |                                   |

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|   |            |   |       |   |              |        |   |
|---|------------|---|-------|---|--------------|--------|---|
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | M | 3,000 | A | \$<br>17.815 | 15,000 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 700   | D | \$ 46.15     | 14,300 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 200   | D | \$ 46.16     | 14,100 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 100   | D | \$ 46.17     | 14,000 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 800   | D | \$ 46.19     | 13,200 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 1,700 | D | \$ 46.2      | 11,500 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 200   | D | \$ 46.21     | 11,300 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 800   | D | \$ 46.23     | 10,500 | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 4,200 | D | \$ 46.3      | 6,300  | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 4,700 | D | \$ 46.4      | 1,600  | D |
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 | S | 300   | D | \$ 46.48     | 1,300  | D |
|   | 02/01/2006 | S | 1,000 | D | \$ 46.5      | 300    | D |

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Common  
Stock, Par  
Value  
\$1.00

|   |            |  |   |     |   |          |     |  |   |
|---|------------|--|---|-----|---|----------|-----|--|---|
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 |  | S | 200 | D | \$ 46.55 | 100 |  | D |
|---|------------|--|---|-----|---|----------|-----|--|---|

|   |            |  |   |     |   |          |   |  |   |
|---|------------|--|---|-----|---|----------|---|--|---|
| Common<br>Stock, Par<br>Value<br>\$1.00 | 02/01/2006 |  | S | 100 | D | \$ 46.66 | 0 |  | D |
|---|------------|--|---|-----|---|----------|---|--|---|

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

**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.**

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |
|---|--|---|---|--------------------------------------|---|--|--|
|   |  |   |   | Code                                 | V (A) (D)   | Date<br>Exercisable Expiration<br>Date                         | Title  |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 14.9  | 02/01/2006                              |   | M                                    | 4,000   | 08/24/2004 08/24/2011  | Common<br>Stock,<br>Par Value<br>\$1.00                        |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 16.825  | 02/01/2006                              |   | M                                    | 4,000   | 10/26/2004 10/26/2011  | Common<br>Stock,<br>Par Value<br>\$1.00                        |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 13.35   | 02/01/2006                              |   | M                                    | 4,000   | 10/25/2005 10/25/2012  | Common<br>Stock,<br>Par Value<br>\$1.00                        |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 17.815  | 02/01/2006                              |   | M                                    | 3,000   | <u>(1)</u> 10/24/2013  | Common<br>Stock,<br>Par Value<br>\$1.00                        |

|                        |     |            |   |          |     |     |   |
|------------------------|-----|------------|---|----------|-----|-----|---|
| Phantom Stock<br>Units | (2) | 02/01/2006 | I | 15,436.7 | (3) | (3) | Common<br>Stock,<br>Par Value<br>\$1.00 |
|------------------------|-----|------------|---|----------|-----|-----|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| DATTILO THOMAS A<br>COOPER TIRE & RUBBER COMPANY<br>701 LIMA AVENUE<br>FINDLAY, OH 45840 | X             |           |         |       |

## Signatures

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: Thomas A. Dattilo

02/03/2006

\_\_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) Of the 4,000 shares granted on this 10/24/03 stock option, 2,000 shares are exercisable on 10/24/04, 1,000 shares are exercisable on 10/24/05, and 1,000 shares are exercisable on 10/24/06.
  - (2) Each phantom stock unit is the economic equivalent of one share of the Issuer's common stock.
- The phantom stock units were accrued under the Harris Corporation Directors' Deferred Compensation Plans. The phantom stock units
- (3) are to be settled in cash upon the reporting person's retirement or other events. The reporting person may also transfer the phantom stock units into alternative investment accounts in certain other instances if applicable ownership guidelines are satisfied.

### Remarks:

#### Exhibit List:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.