HARRIS CORP /DE/

Form 4

August 30, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MEHNERT DANA A Issuer Symbol HARRIS CORP /DE/ [HRS] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner _X__ Officer (give title _ Other (specify 400 INITIATIVE DRIVE 08/26/2016 below) SVP, Chief Global Bus Dev Off (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting ROCHESTER, NY 14620 Person

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of	, or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)			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)	
Common Stock, Par Value \$1.00	08/26/2016		Code V M	Amount 11,400 (1)	(D)	Price	73,891.72	D	
Common Stock, Par Value \$1.00	08/26/2016		A	5,426 (2)	A	\$ 0	79,317.72	D	
Common Stock, Par Value \$1.00	08/26/2016		F	8,678 (3)	D	\$ 90.84	70,639.72	D	

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

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(9-02)

\$1.00

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. Transactic Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title a Underlyi (Instr. 3 a
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Performance Stock Units	\$ 0 (1)	08/26/2016		M		11,400	<u>(1)</u>	<u>(1)</u>	Comm Stock Par Val \$1.00
Non-Qualified Stock Option (Right to Buy)	\$ 90.84	08/26/2016		A	45,680		08/26/2019(4)	08/26/2026	Comm Stock Par Val \$1.00
Performance Stock Units	\$ 0 (5)	08/26/2016		A	7,055		<u>(5)</u>	(5)	Comm Stock Par Val

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
MEHNERT DANA A							
400 INITIATIVE DRIVE			SVP Chief Global Bus Dev Off				

Signatures

ROCHESTER, NY 14620

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: Dana A.	08/30/2016
Mehnert	00/30/2010

**Signature of Reporting Person

2 Reporting Owners

Date

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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).
- This transaction represents the settlement of vested performance stock units in shares of common stock. These were performance stock (1) units granted on 8/23/13 that vested on 7/1/16 and were paid in shares of common stock on 8/26/16. Each performance stock unit represents a contingent right to one share of the Issuer's common stock. The performance stock unit grant was previously reported.
- (2) Increase in vested performance stock units granted 8/23/2013 based upon performance stock unit payout formula resulting in an additional payment in shares of common stock on 8/26/16.
- (3) Shares withheld by company to pay tax liability on vesting of performance stock units previously awarded.
- Of the 45,680 options granted on this 8/26/16 stock option, 15,227 options become exercisable on 8/26/17, an additional 15,227 options become exercisable on 8/26/18, and the remaining 15,228 options become exercisable on 8/26/19.
- Each performance stock unit represents a contingent right to one share of the Issuer's common stock. Performance stock units are subject to future adjustment; performance period started 7/2/16. The 7,055 performance stock units will vest on 6/28/19. Vested shares are subject to future adjustment and will be delivered to the reporting person within two and one-half months of vesting.

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.