

Taylor Todd A.
Form 4
September 06, 2018

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 *
Taylor Todd A.

(Last) (First) (Middle)

HARRIS CORPORATION, 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)
09/04/2018

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 Actgng. 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				
Common Stock, Par Value \$1.00	09/04/2018		M ⁽¹⁾		8,660	A	\$ 79.7	12,274.82	D
Common Stock, Par Value \$1.00	09/04/2018		S ⁽¹⁾		8,660	D	\$ 161.6 ⁽²⁾	3,614.82	D
Common Stock, Par Value \$1.00	09/04/2018		M ⁽¹⁾		5,167	A	\$ 90.84	8,781.82	D

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Common Stock, Par Value \$1.00	09/04/2018	<u>S</u> ⁽¹⁾	5,167	D	\$ 161.98 <u>(3)</u>	3,614.82	D
Common Stock, Par Value \$1.00	09/04/2018	<u>M</u> ⁽¹⁾	1,084	A	\$ 119.66	4,698.82	D
Common Stock, Par Value \$1.00	09/04/2018	<u>S</u> ⁽¹⁾	1,084	D	\$ 161.98 <u>(3)</u>	3,614.82	D
Common Stock, Par Value \$1.00	09/04/2018	<u>M</u> ⁽¹⁾	4,787	A	\$ 77.54	8,401.82	D
Common Stock, Par Value \$1.00	09/04/2018	<u>S</u> ⁽¹⁾	3,787	D	\$ 161.9 <u>(4)</u>	4,614.82	D

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 79.7	09/04/2018		<u>M</u> ⁽¹⁾	8,660	06/01/2018	06/01/2025	Common Stock, Par Value \$1.00	8,660
	\$ 90.84	09/04/2018		<u>M</u> ⁽¹⁾	5,167	<u>(5)</u>	08/26/2026		5,167

Non-Qualified Stock Option (Right to Buy)								Common Stock, Par Value \$1.00
Non-Qualified Stock Option (Right to Buy)	\$ 119.66	09/04/2018		M ⁽¹⁾	1,084	(6)	08/25/2027	Common Stock, Par Value \$1.00
Non-Qualified Stock Option (Right to Buy)	\$ 77.54	09/04/2018		M ⁽¹⁾	4,787	08/28/2018	08/28/2025	Common Stock, Par Value \$1.00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taylor Todd A. HARRIS CORPORATION 1025 W. NASA BOULEVARD MELBOURNE, FL 32919			VP, Principal Accting. Officer	

Signatures

/s/ Todd A.
Taylor

09/06/2018

 Date
**Signature of
Reporting Person

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 shares as reported on this Form 4 were executed pursuant to a sale plan adopted by the reporting person on May 4, 2018, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
- (2) Weighted average sale price of \$161.60 (prices actually received ranged from \$161.05 to \$161.86). The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each price within the range.
- (3) Weighted average sale price of \$161.98 (prices actually received ranged from \$161.86 to \$162.25). The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each price within the range.
- (4) Weighted average sale price of \$161.90 (prices actually received ranged from \$161.69 to \$162.18). The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each price within the range.
- (5) Of aggregate number of options granted on 8/26/16, 2,584 vested and became exercisable on the first anniversary of grant date, 2,583 vested and became exercisable on the second anniversary of grant date, and the remaining 2,583 vest and become exercisable on third anniversary of grant date.
- (6) Of aggregate number of options granted on 8/25/17, 1,084 vested and became exercisable on the first anniversary of grant date, 1,083 vest and become exercisable on the second anniversary of grant date, and the remaining 1,083 vest and become exercisable on third anniversary of grant date.

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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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