

FOX SHELDON J
Form 4
January 04, 2013

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FOX SHELDON J

(Last) (First) (Middle)

HARRIS CORPORATION, 2400
PALM BAY ROAD, N.E.

(Street)

PALM BAY, FL 32905

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/02/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Group Pres. - Govt. Comms. Sys

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 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)
Common Stock, Par Value \$1.00	01/02/2013		M ⁽¹⁾	4,000 A	\$ 16.66 29,993.22	D	
Common Stock, Par Value \$1.00	01/02/2013		S ⁽¹⁾	300 D	\$ 49.85 29,693.22	D	
Common Stock, Par Value \$1.00	01/02/2013		S ⁽¹⁾	600 D	\$ 49.87 29,093.22	D	

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Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 49.88	28,993.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	13	D	\$ 49.91	28,980.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 49.93	28,880.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 49.94	28,680.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 49.96	28,480.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 49.97	28,280.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 49.98	28,180.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 49.99	28,080.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.007	27,980.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 50.01	27,780.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 50.04	27,580.22	D
	01/02/2013	<u>S⁽¹⁾</u>	200	D		27,380.22	D

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Common Stock, Par Value \$1.00					\$ 50.045		
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.05	27,280.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.065	27,180.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.095	27,080.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 50.1	26,880.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.11	26,780.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.12	26,680.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.13	26,580.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	200	D	\$ 50.15	26,380.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.16	26,280.22	D
Common Stock, Par Value \$1.00	01/02/2013	<u>S⁽¹⁾</u>	187	D	\$ 50.18	26,093.22	D
	01/02/2013	<u>S⁽¹⁾</u>	100	D	\$ 50.2	25,993.22 ⁽²⁾	D

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Common
Stock, Par
Value
\$1.00

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 16.66	01/02/2013		M ⁽¹⁾	4,000	09/17/2006 09/17/2013	Common Stock, Par Value \$1.00	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOX SHELDON J HARRIS CORPORATION 2400 PALM BAY ROAD, N.E. PALM BAY, FL 32905			Group Pres. - Govt. Comms. Sys	

Signatures

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: Sheldon
J. Fox

01/04/2013

**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 an option and sale of the underlying 4,000 shares as reported on this Form 4 were sold pursuant to a sale plan adopted by the reporting person on September 13, 2012, pursuant to Rule 10b5-1 under the Security Exchange Act of 1934.
Aggregate of 25,993.22 shares listed in Column 5 of Table I includes: (a) 5,400 performance shares previously reported and subject to
(2) adjustment; (b) 28.70 shares acquired through the Harris Corporation 401(k) Retirement Plan on 11/20/12; and (c) 120.44 shares acquired through a broker dividend reinvestment program on 12/7/12.

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.

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