

MASSARI CHESTER A  
Form 4  
December 01, 2004

**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 \*  
MASSARI CHESTER A

(Last) (First) (Middle)

RF COMMUNICATIONS  
DIVISION, 1680 UNIVERSITY  
AVENUE

(Street)

ROCHESTER, NY 14610

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/29/2004

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)  
President - RFCD

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount or (D) Price   |  |                                   |
| Common Stock, Par Value \$1.00  | 11/29/2004                           |  | M                              |   | 3,250<br>(1)<br>\$ 33.65  | A  | 40,731.44 D                       |
| Common Stock, Par Value \$1.00  | 11/29/2004                           |  | F                              |   | 1,623<br>(1)<br>\$ 67.38  | D  | 39,108.44 D                       |
| Common Stock, Par Value         | 11/29/2004                           |  | F                              |   | 889 (1)<br>\$ 67.38   | D  | 38,219.44 D                       |

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|                               |            |   |                     |   |             |           |   |
|-------------------------------|------------|---|---------------------|---|-------------|-----------|---|
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | M | <u>3,327</u><br>(1) | A | \$<br>32.55 | 41,546.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>1,607</u><br>(1) | D | \$<br>67.38 | 39,939.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>940</u> (1)      | D | \$<br>67.38 | 38,999.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | M | <u>4,444</u><br>(1) | A | \$<br>37.43 | 43,443.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>2,468</u><br>(1) | D | \$<br>67.38 | 40,975.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>1,080</u><br>(1) | D | \$<br>67.38 | 39,895.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | M | <u>3,247</u><br>(1) | A | \$<br>37.43 | 43,142.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>1,803</u><br>(1) | D | \$<br>67.38 | 41,339.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>789</u> (1)      | D | \$<br>67.38 | 40,550.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | M | <u>6,488</u><br>(1) | A | \$<br>45.64 | 47,038.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |
| Common<br>Stock, Par<br>Value | 11/29/2004 | F | <u>4,394</u><br>(1) | D | \$<br>67.38 | 42,644.44 | D |
| \$1.00                        |            |   |                     |   |             |           |   |

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|                                |            |   |                             |   |          |                          |   |
|--------------------------------|------------|---|-----------------------------|---|----------|--------------------------|---|
| Common Stock, Par Value \$1.00 | 11/29/2004 | F | <u>1,144</u> <sup>(1)</sup> | D | \$ 67.38 | 41,500.44                | D |
| Common Stock, Par Value \$1.00 | 11/29/2004 | M | <u>5,974</u> <sup>(1)</sup> | A | \$ 45.64 | 47,474.44                | D |
| Common Stock, Par Value \$1.00 | 11/29/2004 | F | <u>4,046</u> <sup>(1)</sup> | D | \$ 67.38 | 43,428.44                | D |
| Common Stock, Par Value \$1.00 | 11/29/2004 | F | <u>1,053</u> <sup>(1)</sup> | D | \$ 67.38 | 42,375.44                | D |
| Common Stock, Par Value \$1.00 | 11/29/2004 | M | <u>1,429</u> <sup>(1)</sup> | A | \$ 37.43 | 43,804.44                | D |
| Common Stock, Par Value \$1.00 | 11/29/2004 | F | 793 <sup>(1)</sup>          | D | \$ 67.38 | 43,011.44                | D |
| Common Stock, Par Value \$1.00 | 11/29/2004 | F | 347 <sup>(1)</sup>          | D | \$ 67.38 | 42,664.44 <sup>(2)</sup> | 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 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 Underlying Security (Instr. 3 and 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date                                   | Title |

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|   |          |            |   |       |            |            |                                |
|---|----------|------------|---|-------|------------|------------|--------------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 33.65 | 11/29/2004 | M | 3,250 | <u>(3)</u> | 08/23/2012 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 67.15 | 11/29/2004 | A | 1,623 | 05/29/2005 | 08/23/2012 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 32.55 | 11/29/2004 | M | 3,327 | <u>(4)</u> | 08/22/2013 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 67.15 | 11/29/2004 | A | 1,607 | 05/29/2005 | 08/22/2013 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 37.43 | 11/29/2004 | M | 4,444 | 04/30/2004 | 08/27/2009 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 67.15 | 11/29/2004 | A | 2,468 | 05/29/2005 | 08/27/2009 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 37.43 | 11/29/2004 | M | 3,247 | 04/30/2004 | 08/23/2006 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 67.15 | 11/29/2004 | A | 1,803 | 05/29/2005 | 08/23/2006 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 45.64 | 11/29/2004 | M | 6,488 | 11/26/2004 | 08/25/2010 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 67.15 | 11/29/2004 | A | 4,394 | 05/29/2005 | 08/25/2010 | Common Stock, Par Value \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 45.64 | 11/29/2004 | M | 5,974 | 11/26/2004 | 08/24/2011 | Common Stock, Par Value \$1.00 |

| Option Type                               | Exercise Price | Grant Date | Exercise Type | Quantity | Expiration Date | Termination Date | Par Value            |
|---|----------------|------------|---------------|----------|-----------------|------------------|----------------------|
| Non-Qualified Stock Option (right to buy) | \$ 67.15       | 11/29/2004 | A             | 4,046    | 05/29/2005      | 08/24/2011       | Common Stock, \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 37.43       | 11/29/2004 | M             | 1,429    | 04/30/2004      | 08/25/2005       | Common Stock, \$1.00 |
| Non-Qualified Stock Option (right to buy) | \$ 67.15       | 11/29/2004 | A             | 793      | 05/29/2005      | 08/25/2005       | Common Stock, \$1.00 |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| MASSARI CHESTER A<br>RF COMMUNICATIONS DIVISION<br>1680 UNIVERSITY AVENUE<br>ROCHESTER, NY 14610 |               |           | President - RFCD |       |

## Signatures

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: Chester A. Massari 12/01/2004

\_\_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) Stock swap exercise (referenced in Table II) and disposition of shares upon tax withholding.
- (2) Aggregate of 42,664.44 shares listed in Column 5 of Table I includes 14,000 performance shares previously reported and subject to adjustment and 1.60 shares acquired through the Harris Corporation 401(k) Retirement Plan on 9/3/04.
- (3) Of the 13,000 shares granted on this 8/23/02 stock option, 6,500 shares are exercisable on 8/23/03, 3,250 shares are exercisable on 8/23/04, and 3,250 shares are exercisable on 8/23/05.
- (4) Of the 15,000 shares granted on this 8/22/03 stock option, 7,500 shares are exercisable on 8/22/04, 3,750 shares are exercisable on 8/22/05, and 3,750 shares are exercisable on 8/22/06.

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.