

HARRIS CORP /DE/
Form 3
July 09, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

MEHNERT DANA A

(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

06/30/2008

3. Issuer Name and Ticker or Trading Symbol

HARRIS CORP /DE/ [HRS]

4. Relationship of Reporting Person(s) to Issuer

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

RF COMMUNICATIONS
DIVISION, 1680
UNIVERSITY AVENUE

(Street)

ROCHESTER, NY 14610

(City) (State) (Zip)

(Check all applicable)

Director 10% Owner

Officer Other

(give title below) (specify below)

President, RF Communications

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, Par Value \$1.00

19,801.37 ⁽¹⁾

D

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (Right to Buy)	08/26/2008 ⁽²⁾	08/26/2012	Common Stock, Par Value \$1.00	2,225	\$ 37.19	D	Â
Non-Qualified Stock Option (Right to Buy)	08/25/2009 ⁽³⁾	08/25/2013	Common Stock, Par Value \$1.00	5,850	\$ 43.82	D	Â
Non-Qualified Stock Option (Right to Buy)	08/24/2010 ⁽⁴⁾	08/24/2014	Common Stock, Par Value \$1.00	11,250	\$ 58.95	D	Â
Phantom Stock Units	Â ⁽⁵⁾	Â ⁽⁵⁾	Common Stock, Par Value \$1.00	1,151.47	\$ 0 ⁽⁶⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEHNERT DANA A RF COMMUNICATIONS DIVISION 1680 UNIVERSITY AVENUE ROCHESTER, NY 14610	Â	Â	Â President, RF Communications	Â

Signatures

By: /s/ Carol H. Tumser, Attorney-in-Fact, For: Dana A. Mehnert

07/09/2008

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Aggregate of 19,801.37 shares listed in Column 2 of Table I includes: (a) 7,150 performance shares previously reported and subject to adjustment; (b) 3,000 restricted shares previously reported and subject to vesting; and (c) 3,679.37 shares acquired through the Harris Corporation 401(k) Retirement Plan as of 6/30/08.

(2) Of the 8,900 shares granted on this 8/26/05 stock option, 4,450 shares are exercisable on 6/30/06, 2,225 shares are exercisable on 6/30/07, and 2,225 shares are exercisable on 8/26/08.

(3) Of the 11,700 shares granted on this 8/25/06 stock option, 5,850 shares are exercisable on 8/25/07, 2,925 shares are exercisable on 8/25/08, and 2,925 shares are exercisable on 8/25/09.

(4) Of the 11,250 shares granted on this 8/24/07 stock option, 5,626 shares are exercisable on 8/24/08, 2,812 shares are exercisable on 8/24/09, and 2,812 shares are exercisable on 8/24/10.

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- Reported phantom stock units acquired under Harris Corporation's Supplemental Executive Retirement Plan and will be settled in cash
- (5) following the reporting person's retirement, termination of service, or other specified events. Phantom stock units may be transferred by the reporting person into alternative investment accounts in certain circumstances following a holding period.
- (6) Each phantom stock unit is the economic equivalent of one share of the Issuer's common stock.

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Remarks:

ExhibitÂ List:

ExhibitÂ 24Â -Â PowerÂ ofÂ 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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