

PEARSON DANIEL R
Form 4
November 09, 2012

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 *
PEARSON DANIEL R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
CORPORATE
HEADQUARTERS, 1025 W. NASA
BOULEVARD

3. Date of Earliest Transaction
(Month/Day/Year)
11/07/2012

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Exec. VP and COO

(Street)
MELBOURNE, FL 32919

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 or Price		
Common Stock, Par Value \$1.00	11/07/2012		M		33,666 <u>(1)</u>	A	\$ 35.04 103,216.7 D
Common Stock, Par Value \$1.00	11/07/2012		F		23,952 <u>(1)</u>	D	\$ 49.25 79,264.7 D
Common Stock, Par Value	11/07/2012		F		3,542 <u>(1)</u>	D	\$ 49.25 75,722.7 D

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\$1.00 Common Stock, Par Value \$1.00	11/07/2012	M	18,534 <u>(1)</u>	A	\$ 37.69	94,256.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	F	14,183 <u>(1)</u>	D	\$ 49.25	80,073.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	F	1,587 <u>(1)</u>	D	\$ 49.25	78,486.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	M	17,440 <u>(1)</u>	A	\$ 41.46	95,926.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	F	14,681 <u>(1)</u>	D	\$ 49.25	81,245.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	F	1,006 <u>(1)</u>	D	\$ 49.25	80,239.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	M	6,277 <u>(1)</u>	A	\$ 42.87	86,516.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	F	5,463 <u>(1)</u>	D	\$ 49.25	81,053.7	D
\$1.00 Common Stock, Par Value \$1.00	11/07/2012	F	298 <u>(1)</u>	D	\$ 49.25	80,755.7 <u>(2)</u>	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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- (2) Aggregate of 80,755.70 shares listed in Column 5 of Table I includes: (a) 11,200 performance shares previously reported and subject to adjustment and (b) a .52 share acquired through the Harris Corporation Dividend Reinvestment Plan on 9/19/12.
- (3) Of the 55,600 shares granted on this 8/26/11 stock option, 18,534 shares are exercisable on 8/26/12, an additional 18,533 shares are exercisable on 8/26/13, and an additional 18,533 shares are exercisable on 8/26/14.
- (4) Of the 40,000 shares granted on this 8/27/10 stock option, 13,334 shares are exercisable on 8/27/11, an additional 13,333 shares are exercisable on 8/27/12, and an additional 13,333 shares are exercisable on 8/27/13.

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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