

HARRIS CORP /DE/
Form 4
February 10, 2015

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 *
MORRIS JAMES D

(Last) (First) (Middle)

INTEGRATED NETWORK SOLUTIONS, 2235 MONROE STREET

(Street)

HERNDON, VA 20171

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/06/2015

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)
Group Pres., Int. Network Sol.

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, Par Value \$1.00	02/06/2015		M	236 ⁽¹⁾ A	\$ 0	18,152	D

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)

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0 ⁽²⁾	02/06/2015		D	16,964	02/01/2016 ⁽²⁾	⁽²⁾	Common Stock, Par Value \$1.00	16,964
Restricted Stock Units	\$ 0 ⁽²⁾	02/06/2015		M	236	02/01/2016 ⁽²⁾	⁽²⁾	Common Stock, Par Value \$1.00	236

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORRIS JAMES D INTEGRATED NETWORK SOLUTIONS 2235 MONROE STREET HERNDON, VA 20171			Group Pres., Int. Network Sol.	

Signatures

By: /s/ Scott T. Mikuen, Attorney-in-Fact, For: James D. Morris 02/10/2015

__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) Each restricted stock unit represents a contingent right to one share of the Issuer's common stock. The 236 shares of common stock in Column 4 of Table 1 represent the vesting of a prorated portion of a restricted stock unit award, which shares of common stock were acquired by the reporting person upon termination of employment. The grant and the releases of the first and second tranches were previously reported.
- (2) Each restricted stock unit represents a contingent right to one share of the Issuer's common stock. Of the 51,600 units granted on this 2/1/13 restricted stock unit award, 17,200 units vested on 2/1/14, and 17,200 units vested on 2/1/15. The remaining 17,200 units were scheduled to vest on 2/1/16. Of the 17,200 remaining restricted stock units, 236 vested upon termination of employment due to proration for service, and the remaining 16,964 were forfeited.

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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