

HARRIS CORP /DE/
Form 3
February 16, 2016

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GHAI RAHUL | | (Month/Day/Year) | HARRIS CORP /DE/ [HRS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| HARRIS CORPORATION,Â 1025 W. NASA BOULEVARD | | 02/11/2016 | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| MELBOURNE,Â FLÂ 32919 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | Sr. VP & Chief Financial Off. | |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> 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 | 17,110 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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.

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) | 08/28/2018 ⁽²⁾ | 08/28/2025 | Common Stock, Par Value \$1.00 | 12,890 | \$ 77.54 | D | Â |
| Performance Stock Units | Â ⁽³⁾ | Â ⁽³⁾ | Common Stock, Par Value \$1.00 | 2,210 | \$ 0 ⁽³⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GHAI RAHUL HARRIS CORPORATION 1025 W. NASA BOULEVARD MELBOURNE, FL 32919 | Â | Â | Â Sr. VP & Chief Financial Off. | Â |

Signatures

/s/ Rahul Ghai 02/16/2016
 __Signature of Date
 Reporting Person

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 17,110.00 shares listed in Column 2 of Table I includes: (a) 14,600 restricted shares granted on 5/6/15 which will vest in thirds over three years (4,867 shares vest on 5/6/16, 4,867 shares vest on 5/6/17, and 4,866 shares vest on 5/6/18); and (b) 2,510 restricted shares granted on 6/1/15 which will vest on 6/1/18.
 - (2) Of the 12,890 shares granted on this 8/28/15 stock option, 4,297 shares become exercisable on 8/28/16, 4,297 shares become exercisable on 8/28/17, and 4,296 shares become exercisable on 8/28/18.
 - (3) Each performance stock unit represents a contingent right to one share of the Issuer's common stock. Performance stock units are subject to future adjustment; performance period started 7/4/15. The 2,210 performance stock units will vest on 6/29/18. Vested shares are subject to future adjustment and, if earned based on performance, will be delivered to the reporting person within two and one-half months of vesting.

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.