

HARRIS CORP /DE/
Form 4
February 20, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
MIKUEN SCOTT T

(Last) (First) (Middle)

**HARRIS CORPORATION, 1025
WEST NASA BOULEVARD**

(Street)

MELBOURNE, FL 32919

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/18/2014

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)
Sr VP-General Counsel & Secy

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	(A) or (D)	Price		
Common Stock, Par Value \$1.00	02/18/2014		M ⁽¹⁾		9,565	A	\$ 55.78	28,812.99	D
Common Stock, Par Value \$1.00	02/18/2014		S ⁽¹⁾		9,565	D	\$ 72	19,247.99	D
Common Stock, Par Value \$1.00	02/18/2014		M ⁽¹⁾		11,151	A	\$ 48.96	30,398.99	D

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Common Stock, Par Value \$1.00	02/18/2014	<u>S</u> ⁽¹⁾	11,151	D	\$ 72.37 <u>(2)</u>	19,247.99	D
Common Stock, Par Value \$1.00	02/19/2014	M	10,000	A	\$ 37.69	29,247.99	D
Common Stock, Par Value \$1.00	02/19/2014	S	10,000	D	\$ 73.34 <u>(3)</u>	19,247.99 ⁽⁴⁾	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)

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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of
Non-Qualified Stock Option (Right to Buy)	\$ 55.78	02/18/2014		<u>M</u> ⁽¹⁾	9,565	08/24/2010	08/24/2014	Common Stock, Par Value \$1.00	9
Non-Qualified Stock Option (Right to Buy)	\$ 48.96	02/18/2014		<u>M</u> ⁽¹⁾	11,151	08/23/2011	08/23/2015	Common Stock, Par Value \$1.00	11
Non-Qualified Stock Option (Right to Buy)	\$ 37.69	02/19/2014		M	10,000	<u>(5)</u>	08/26/2021	Common Stock, Par Value \$1.00	10

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIKUEN SCOTT T HARRIS CORPORATION 1025 WEST NASA BOULEVARD MELBOURNE, FL 32919			Sr VP-General Counsel & Secy	

Signatures

/s/ Scott T.
Mikuen

02/20/2014

**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) The exercise of options and sale of underlying 20,716 shares on February 18, 2014 as reported on this Form 4 were sold pursuant to a sale plan adopted by the reporting person on November 18, 2013, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934.
The price reported in Column 4 is a weighted average sale price. The 11,151 shares were sold in multiple transactions at prices ranging
 - (2) from \$72.045 to \$72.71 and a weighted average sale price of \$72.37. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
The price reported in Column 4 is a weighted average sale price. The 10,000 shares were sold in multiple transactions at prices ranging
 - (3) from \$72.94 to \$73.679 and a weighted average sale price of \$73.34. The reporting person will provide to the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
 - (4) Aggregate of 19,247.99 shares listed in Column 5 of Table I includes: (a) 9.23 shares acquired through the Harris Corporation Dividend Reinvestment Plan from 9/24/13 through 12/6/13 and (b) 38.79 shares acquired through dividend reinvestment in the Harris Corporation 401(k) Retirement Plan from 9/6/13 through 11/19/13.
 - (5) Of the 28,200 shares granted on this 8/26/11 stock option, 9,400 shares were exercisable on 8/26/12, 9,400 shares were exercisable on 8/26/13, and 9,400 shares will be exercisable on 8/26/14.

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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