

Motorola Mobility Holdings, Inc  
Form 8-K  
April 28, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**FORM 8-K**

**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **April 28, 2011**

**Motorola Mobility Holdings, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**001-34805**

(Commission File Number)

**27-2780868**

(I.R.S. Employer Identification No.)

**600 North US Highway 45, Libertyville, IL**

(Address of Principal Executive Offices)

**60048**

(Zipcode)

**(847) 523-5000** (Registrant's Telephone Number, Including Area Code)

**Not applicable** (Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- “ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- “ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- “ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02. Results of Operations and Financial Condition**

*The information in this Form 8-K that is furnished under Item 2.02. Results of Operations and Financial Condition and Exhibit 99.1 attached hereto shall not be deemed filed for purposes of Section 18 of the Securities Act of 1934, nor shall they be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.*

On April 28, 2011, Motorola Mobility Holdings, Inc. issued a press release announcing financial results for the quarter ended April 2, 2011. A copy of this press release is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits. The following is filed as an Exhibit to this Report.

| <b>Exhibit No.</b> | <b>Document</b>  |
|--------------------|--|
| 99.1               | Press Release by Motorola Mobility Holdings, Inc. dated April 28, 2011 announcing financial results for the quarter ended April 2, 2011. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

MOTOROLA MOBILITY HOLDINGS, INC.

Date: April 28, 2011

By: /s/ Mark R. Valentine  
Mark R. Valentine  
Vice President and Controller

**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Document</b>  |
|--------------------|--|
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